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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

SUSAN BITTER SMITH, Chairman
BOB STUMP
BOB BURNS
DOUG LITTLE
TOM FORESE

2015 JUL 15 P 4: 38

AZ CORP COMMISSION
DOCKET CONTROL

IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-03-0586

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-03-0586

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67240
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water
Company, in compliance with Decision No. 67240 submit the attached Acquisition Schedule.

RESPECTFULLY submitted this 15th day of July, 2015.

SNELL & WILMER L.L.P.

Arizona Corporation Commission

DOCKETED

JUL 15 2015

DOCKETED BY

MLB

By

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1 Original + 13 copies of the foregoing
2 filed this 15th day of July, 2015, with:

3 Docket Control
4 ARIZONA CORPORATION COMMISSION
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7 Copies of the foregoing hand-delivered/mailed
8 this 15th day of July, 2015, to:

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By

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Attachment B

Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0586 and No. W-03576A-03-0586.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the three month period ending on the date this document is executed.

PART 2

As of May 31, 2015, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

PVUC			SCWC		
	Amount	%	Amount		
Long-Term Debt*	-	0%	-		0%
Equity**	73,427,927	100%	57,538,512		100%
	<u>\$ 73,427,927</u>	<u>100%</u>	<u>\$ 57,538,512</u>		<u>100%</u>
Francisco Grande			Water Utility of Greater Buckeye		
	Amount	%			
Long-Term Debt*	-	0%	-		0%
Equity**	-	0%	748,585		100%
	<u>\$ -</u>	<u>100%</u>	<u>\$ 748,585</u>		<u>100%</u>
Valencia Water Co			Water Utility of Greater Tonopah		
	Amount	%			
Long-Term Debt*	-	0%	-		0%
Equity**	(2,477,061)	100%	4,754,990		100%
	<u>\$ (2,477,061)</u>	<u>100%</u>	<u>\$ 4,754,990</u>		<u>100%</u>
Willow Valley Water Co			Water Utility of North Scottsdale		
	Amount	%			
Long-Term Debt*	-	0%	-		0%
Equity**	2,588,356	100%	(310,056)		100%
	<u>\$ 2,588,356</u>	<u>100%</u>	<u>\$ (310,056)</u>		<u>100%</u>
Hassayampa Utility Co			CP Water Co.		
	Amount	%	Amount	%	
Long-Term Debt*	-	0%	-		0%
Equity**	2,482,631	100%	30,397		100%
	<u>\$ 2,482,631</u>	<u>100%</u>	<u>\$ 30,397</u>		<u>100%</u>
Picacho Cove Water			Picacho Cove Utilities		
	Amount	%	Amount	%	
Long-Term Debt*	-	0%	-		0%
Equity**	131,493	100%	454,000		100%
	<u>\$ 131,493</u>	<u>100%</u>	<u>\$ 454,000</u>		<u>100%</u>
Balterra Sewer					
	Amount	%			
Long-Term Debt*	-	0%			
Equity**	1,762,677	100%			
	<u>\$ 1,762,677</u>	<u>100%</u>			

*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last s/x months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED RON FLEMING AND MIKE LIEBMAN DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

X

Signature of Officer

X

Signature of Officer